

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re))))))
)	Chapter 11			
DELPHI CORP. <i>et al.</i> ,))				
))	Case No. 05-44481 (RDD)			
Debtors.))				
))	(Jointly Administered)			
))				

**ORDER AUTHORIZING THE DELPHI
FORMER OFFICERS AND EMPLOYEES ESCROW AGENT TO DISBURSE
INTERIM PAYMENTS TO THE DELPHI FORMER OFFICERS
AND EMPLOYEES FOR DEFENSE COSTS**

Upon the Stipulation Authorizing and Directing the Delphi Former Officers and Employees Escrow Agent to Disburse Interim Payments to the Delphi Former Officers and Employees for Defense Costs submitted by the parties to the August 31, 2007 Stipulation and Agreement of Insurance Settlement in In Re: Delphi Corporation Securities, Derivative and “ERISA” Litigation, 05-md-1725 (E.D. Mich.), and the Court being otherwise fully advised in the premises:

IT IS HEREBY ORDERED that relief from the automatic stay is granted pursuant to section 362(d)(1) and the Delphi Former Officers and Employees Escrow Agent is authorized and directed to disburse up to \$1 million to the Delphi Former Officers and Employees prior to the Effective Date of Settlement under the terms of the Policy and as set forth in paragraph 10 of the Insurance Settlement.

IT IS SO ORDERED.

Dated: December 19, 2007
New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE